

**UNITED STATES DISTRICT COURT
SOUTHERN DISTRICT OF NEW YORK**

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ROBERT PORZIO, Individually and On :
Behalf of All Others Similarly Situated, :
Plaintiff, :
vs. : Case No. 12 Civ. 07948-SAS

OVERSEAS SHIPHOLDING GROUP, INC., :
MORTEN ARNTZEN, and MYLES R. :
ITKIN, :
Defendants.
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PAUL OTTO KOETHER IRA ROLLOVER, :
on Behalf of Itself and All Others Similarly :
Situated, :
Plaintiff, :
vs. :
MORTEN ARNTZEN, MYLES R. ITKIN, :
OUDI RECANATI, G. ALLEN ANDREAS :
III, ALAN R. BATKIN, THOMAS B. :
COLEMAN, CHARLES A. FRIBOURG, :
STANLEY KOMAROFF, SOLOMON N. : Case No. 12-cv-09104
MERKIN, JOEL I. PICKET, ARIEL :
RECANATI, THOMAS F. ROBARDS, JEAN- :
PAUL VETTIER, MICHAEL J. :
ZIMMERMAN, CITIGROUP GLOBAL :
MARKETS, INC., MORGAN STANLEY & :
CO. INCORPORATED, HSBC SECURITIES :
(USA) INC., DEUTSCHE BANK :
SECURITIES INC., DnB NOR MARKETS, :
INC., GOLDMAN, SACHS & CO., ING :
FINANCIAL MARKETS LLC, :
PRICEWATERHOUSECOOPERS LLP, :
Defendants.
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BRUCE MYATT, Individually and On Behalf :
of All Others Similarly Situated,

Plaintiff, : Case No. 12-cv-08547-LLS
vs. :
MORTEN ARNTZEN, and MYLES R. :
ITKIN, :
Defendants. :
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**DECLARATION OF MICHAEL EISENKRAFT IN SUPPORT OF MOTION OF
BARRIE WOOLARD AND STEVEN HYMAN FOR APPOINTMENT AS LEAD
PLAINTIFFS, APPOINTMENT OF LEAD COUNSEL,
AND CONSOLIDATION OF RELATED ACTIONS**

Pursuant to 28 U.S.C. § 1746, I, Michael Eisenkraft, declare as follows:

1. I am a member in good standing of the New York bar and I am admitted to practice in this District. I submit this declaration in support of the motion filed by Barrie Woolard and Steven Hyman to: (1) appoint Movants as Lead Plaintiffs; (2) appoint Lead Counsel for the class; and (3) consolidate all pending related actions.

2. Attached as exhibits hereto are true and correct copies of the following:

Exhibit A: Notice of filing of a complaint to purchasers of securities of Overseas Shipholding Group, Inc., dated October 24, 2012;

Exhibit B: Certification of Barrie Woolard;

Exhibit C: Certification of Steven Hyman;

Exhibit D: A loss Calculation of Barrie Woolard prepared by Cohen Milstein Sellers & Toll PLLC;

Exhibit E: A loss Calculation of Michael Hyman prepared by Cohen Milstein Sellers & Toll PLLC; and

Exhibit F: Firm Biography of Cohen Milstein Sellers & Toll PLLC.

I declare, under penalty of perjury, that the foregoing is true and correct to the best of my knowledge.

Dated: December 26, 2012

/s/ Michael Eisenkraft

Michael Eisenkraft